

## I. AMENDMENT

### A. In the Claims:

Please cancel claims 50, 54, 83 and 84.

Please amend claims 37, 39-42, 45, 48-49, 51-52, 70, 81 and 87-88 as shown in the attached sheet (additions underlined, deletions bracketed).

Please add new claims 89-92.

A clean version of the all of the claims is as follows.

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37. (Amended) A method of forming a gelled organic-based fluid, comprising combining the following components to form said gelled organic fluid:

C1  
at least one organic base fluid, at least one carboxylic acid, at least one MSMA-based compound, and at least one first metal source compound.

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38. The method of claim 37, wherein said first metal source compound comprises a salt of carboxylic acid.

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39. (Amended) The method of claim 37, wherein said combining comprises combining said organic base fluid and said MSMA-based compound with a solid reaction product of said carboxylic acid and said first metal source compound to form said gelled organic fluid.

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40. (Amended) The method of claim 42, wherein said multi-functional carboxylic acid comprises a dicarboxylic acid.

41. (Amended) The method of claim 42, wherein said multi-functional carboxylic acid comprises a tricarboxylic acid.

42. (Amended) The method of claim 37, wherein said carboxylic acid comprises at least one multi-functional carboxylic acid.

43. The method of claim 39, wherein said metal of said first metal source has a valence of +3.

44. The method of claim 43, wherein said first metal source compound comprises at least one of carboxylic acid salt, metal oxide, metal halide, metal hydroxide, metal alkoxide, metal sulfate, and wherein said metal of said first metal source compound is aluminum, iron, or a mixture thereof.

45. (Amended) A method of forming a gelled organic-based fluid, comprising combining the following components to form said gelled organic fluid:

at least one organic base fluid, at least one carboxylic acid, and at least one first metal source compound;

wherein said carboxylic acid comprises at least one multi-functional carboxylic acid;

wherein said combining comprises combining said organic base fluid with a solid reaction product of said carboxylic acid and said first metal source compound to form said gelled organic fluid; and

C3 wherein said combining further comprises combining a second metal source compound with said organic base fluid and said solid reaction product.

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46. The method of claim 45, wherein said metal of said first metal source has a valence of +3; and wherein said metal of said second metal source has a valence of +3.

47. The method of claim 46, wherein said first metal source compound comprises salt of carboxylic acid; wherein said second metal source compound comprises at least one of metal oxide, metal halide, metal hydroxide, metal alkoxide, metal sulfate or a mixture thereof; and wherein said metal of said first and second metal source compounds is aluminum, iron, or a mixture thereof.

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48. (Amended) A method of forming a gelled organic-based fluid, comprising combining the following components to form said gelled organic fluid:

at least one organic base fluid, at least one carboxylic acid, and at least one first metal source compound;

CH SUB D2 wherein said carboxylic acid comprises at least one multi-functional carboxylic acid;

wherein said combining comprises combining said organic base fluid with a solid reaction product to form said gelled organic fluid; and

wherein said solid reaction product comprises a reaction product of said at least one carboxylic acid, said first metal source compound and a second metal source compound.

49. (Amended) A method of forming and using a gelled organic-based fluid, comprising:

combining at least one organic base fluid, at least one carboxylic acid, at least one first metal source compound, and at least one second metal source compound to form said gelled organic fluid; and

introducing said gelled organic fluid into a wellbore, pipeline interior or fluid processing facility;

wherein said first and second metal source compounds are different compounds; and

wherein said metal of said first metal source has a valence of +3; and wherein said metal of said second metal source has a valence of +3;

wherein said combining further comprises combining at least one MSMA-based compound with said organic base fluid, said first metal source and said second metal source compound to form said gelled organic fluid.

50. (Canceled)

51. (Amended) A method of forming and using a gelled organic-based fluid, comprising:

combining at least one organic base fluid, at least one carboxylic acid, at least one first metal source compound, and at least one second metal source compound to form said gelled organic-based fluid; and

introducing said gelled organic-based fluid into a wellbore, pipeline interior or fluid processing facility;

wherein said first and second metal source compounds are different compounds;

wherein said metal of said first metal source has a valence of +3; and wherein said metal of said second metal source has a valence of +3; and

wherein said first metal source compound comprises salt of carboxylic acid; wherein said second metal source compound comprises at least one of metal oxide, metal hydroxide, metal halide, metal alkoxide, metal sulfate or a mixture thereof; and wherein said metal of said first and second metal source compounds is aluminum, iron, or a mixture thereof.

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52. (Amended) The method of claim 51, wherein said carboxylic acid comprises at least one fatty acid having from about 6 to about 24 carbon atoms; wherein said carboxylic acid salt comprises aluminum octoate, aluminum stearate, iron octoate, or a mixture thereof; and wherein said second metal source compound comprises at least one of aluminum oxide, iron hydroxide, aluminum hydroxide, aluminum isopropoxide, aluminum chloride, ferric ammonium sulfate, or a mixture thereof.

53. The method of any of claim 52, further comprising combining with said organic base fluid a breaker material.

54. (Canceled)

55. The method of claim 53, wherein said gelled organic-based fluid is introduced into a subterranean formation at a pressure above a fracturing pressure of said subterranean formation

56. A method of forming a gelled organic-based fluid, comprising combining the following components to form said gelled organic fluid:

at least one organic base fluid;

at least one MSMA-based compound; and

at least one first metal source compound.

57. The method of claim 56, wherein said first metal source compound comprises salt of carboxylic acid; and wherein said metal of said first metal source compound is aluminum, iron, or a mixture thereof.

58. The method of claim 56, further comprising combining a carboxylic acid with said components to form said gelled organic fluid.

59. The method of claim 58, wherein said carboxylic acid comprises at least one multi-functional carboxylic acid.

60. The method of claim 59, wherein said carboxylic acid comprises citric acid.

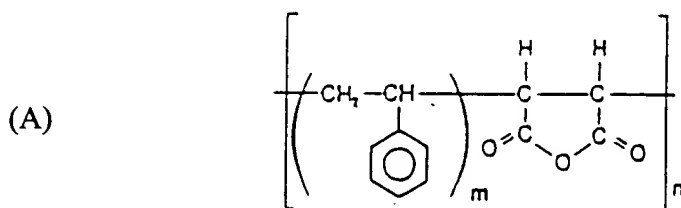
61. The method of claim 58, wherein said carboxylic acid comprises benzoic acid.

62. The method of claim 56, wherein said combining comprises first combining said MSMA-based compound and said first metal source compound to form a reaction product; and then combining said reaction product with said organic base fluid to form said gelled organic-based fluid.

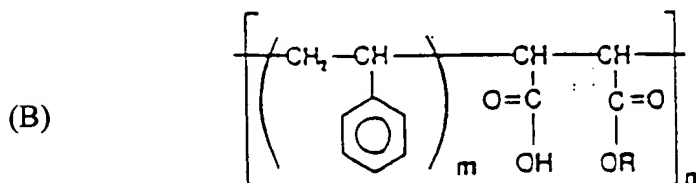
63. The method of claim 62, wherein said metal of said first metal source compound has a valence of +3.

64. The method of claim 63, wherein said reaction product comprises the reaction product of at least one carboxylic acid, said at least one MSMA-based compound, and said at least one first metal source compound.

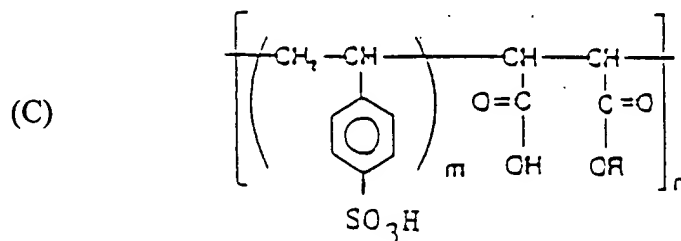
65. The method of claim 64, wherein said MSMA-based compound has at least one of the following structures, or a mixture thereof:



wherein m = from about 1 to about 3; and n = from about 6 to about 8;



wherein m = from about 1 to about 3; n = from about 6 to about 8; and R is a branched or straight carbon chain that may be saturated or unsaturated, and which has from about 8 to about 20 carbon atoms; or



wherein m = from about 1 to about 3; n = from about 6 to about 8; and R is a branched or straight carbon chain that may be saturated or unsaturated, and which has from about 8 to about 20 carbon atoms.

66. The method of claim 65, wherein said first metal source compound comprises at least one of carboxylic acid salt, metal oxide, metal halide, metal hydroxide, metal alkoxide, metal sulfate, or mixture thereof; and wherein said metal of said first metal source compound is aluminum, iron, or a mixture thereof.

67. The method of claim 65, wherein said combining further comprises combining a second metal source compound with said organic base fluid, said at least one MSMA-based compound, and said at least one first metal source compound.

68. The method of claim 67, wherein said first metal source compound comprises salt of carboxylic acid; and wherein said second metal source compound comprises at least one of metal oxide, metal halide, metal hydroxide, metal alkoxide, metal sulfate or a



mixture thereof; and wherein said metal of said first and second metal source compounds is aluminum, iron, or a mixture thereof.

69. The method of claim 64, wherein said carboxylic acid comprises at least one fatty acid having from about 6 to about 24 carbon atoms; and wherein said first metal source compound comprises aluminum octoate, aluminum stearate, iron octoate, aluminum 2,4-pentadione, iron 2,4-pentadione, aluminum oxide, iron hydroxide, aluminum hydroxide, aluminum isopropoxide, aluminum chloride, sodium hydroxide, ferric ammonium sulfate, or a mixture thereof.

70. (Amended) The method of claim 68, wherein said carboxylic acid comprises at least one fatty acid having from about 6 to about 24 carbon atoms; wherein said carboxylic acid salt comprises aluminum octoate, aluminum stearate, iron octoate, or a mixture thereof; and wherein said second metal source compound comprises at least one of aluminum oxide, iron hydroxide, aluminum hydroxide, aluminum isopropoxide, aluminum chloride, ferric ammonium sulfate, or a mixture thereof.

71. The method of claim 57, wherein said combining further comprises combining at least one phosphate ester with said other components to form said gelled organic fluid.

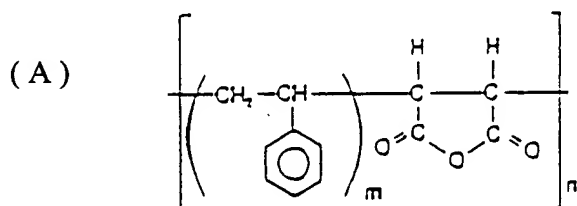
72. The method of claim 57, further comprising combining with said organic base fluid a breaker material.

73. The method of claim 57, further comprising introducing said gelled organic-based fluid into a wellbore, a pipeline interior, or a fluid processing facility.

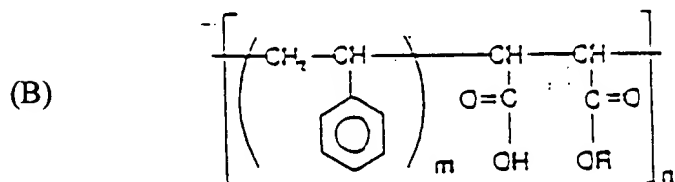
74. The method of claim 57, wherein said gelled organic-based fluid is introduced into a subterranean formation at a pressure above a fracturing pressure of said subterranean formation.

75. (Canceled).

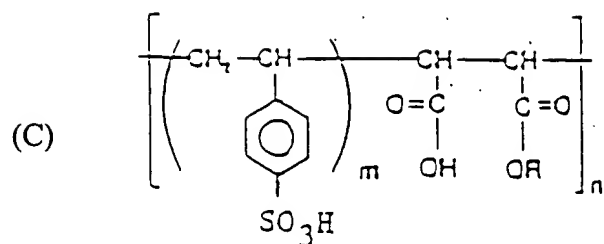
76. The gelled organic fluid of claim 79, wherein said carboxylic acid comprises at least one fatty acid having from about 6 to about 24 carbon atoms; wherein said at least one metal source compound comprises aluminum octoate, aluminum stearate, iron octoate, aluminum 2,4-pentadione, iron 2,4-pentadione, aluminum oxide, iron hydroxide, aluminum hydroxide, aluminum isopropoxide, aluminum chloride, ferric ammonium sulfate, or a mixture thereof; and wherein said MSMA-based compound has at least one of the following structures, or a mixture thereof:



wherein m = from about 1 to about 3; and n = from about 6 to about 8;



wherein m = from about 1 to about 3; n = from about 6 to about 8; and R is a branched or straight carbon chain that may be saturated or unsaturated, and which has from about 8 to about 20 carbon atoms; or



wherein m = from about 1 to about 3; n = from about 6 to about 8; and R is a branched or straight carbon chain that may be saturated or unsaturated, and which has from about 8 to about 20 carbon atoms.

77. The gelled organic fluid of claim 79, wherein said at least one metal source compound comprises a first and a second metal source compound, said first and second metal source compounds being different compounds.

78. The gelled organic fluid of claim 76, wherein said reaction product comprises a solid reaction product having a particle size of from about 100 mesh to about 325 mesh.

79. A gelled organic fluid formed by combining an organic base fluid with a reaction product of at least one carboxylic acid, at least one metal source compound, and at least one MSMA-based compound.

80. (Canceled).

81. (Amended) The gelled organic fluid of claim 83 wherein said carboxylic acid comprises at least one fatty acid having from about 6 to about 24 carbon atoms; wherein said at least one first metal source compound comprises a carboxylic acid salt that is at least one of aluminum octoate, aluminum stearate, iron octoate, or a mixture thereof; and

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S4B  
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C7 wherein said at least one second metal source compound comprises at least one of aluminum oxide, iron hydroxide, aluminum hydroxide, aluminum isopropoxide, aluminum chloride, ferric ammonium sulfate, or a mixture thereof.

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82. The gelled organic fluid of claim 81, wherein said reaction product comprises a solid reaction product having a particle size of from about 100 mesh to about 325 mesh.

83. (Canceled)

84. (Canceled)

85. A gelled organic-based fluid formed from components comprising:

at least one organic base fluid;

at least one MSMA-based compound; and

a first metal source compound.

86. The gelled organic-based fluid of claim 85, wherein said gelled organic-based fluid is formed from components further comprising a carboxylic acid.

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C8 87. (Amended) A method of forming a gelled organic-based fluid, comprising combining the following components to form said gelled organic fluid:

at least one organic base fluid, at least one MSMA-based compound, at least one carboxylic acid, at least one first metal source compound, and at least one second metal source compound;

wherein said first and second metal source compounds are different compounds.

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88. (Amended) The gelled organic-based fluid of claim 86, wherein said gelled organic-based fluid is formed from components comprising at least one organic base fluid, at least one carboxylic acid, at least one first metal source compound, and at least one second metal source compound; wherein said first and second metal source compounds are different compounds.

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89. (New) The method of claim 37, wherein said gelled organic-based fluid is a non-phosphate gelled organic-based fluid.

90. (New) The method of claim 56, wherein said gelled organic-based fluid is a non-phosphate gelled organic-based fluid.

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91. (New) The gelled organic fluid of claim 79, wherein said gelled organic fluid is a non-phosphate gelled organic fluid.

92. (New) The gelled organic-based fluid of claim 85, wherein said gelled organic-based fluid is a non-phosphate gelled organic-based fluid.

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## II. RESPONSE TO OFFICE ACTION